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Counsel for Jones Lang LaSalle Americas, Inc.

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

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In re:	)	Chapter 11
	)	
DELPHI CORPORATION, <i>et al.</i> ,	)	Case No.: 05-44481 (RDD)
	)	(Jointly Administered)
Debtors.	)	

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**ORDER AUTHORIZING AND APPROVING  
JONES LANG LASALLE AMERICAS, INC.'S  
THIRD INTERIM APPLICATION FOR ALLOWANCE AND  
PAYMENT OF COMPENSATION AND REIMBURSEMENT  
OF EXPENSES PURSUANT TO 11 U.S.C. §§ 328, 330 AND 331**

**THIS MATTER** coming on to be heard upon consideration of Jones Lang LaSalle Americas, Inc.'s Third Interim Application for Allowance and Payment of Compensation and Reimbursement of Expenses Pursuant to 11 U.S.C. §§ 328, 330 and 331 (the "Third Interim Application") for the period June 1, 2006 through September 30, 2006; due and sufficient notice having been given pursuant to Federal Rules of Bankruptcy Procedure 2002(a)(6) and (c)(2); the Office of the United States Trustee having filed the Statement of the United States Trustee Regarding Applications for Allowance of Compensation and Reimbursement ("U.S. Trustee Response") indicating no objections to the Third Interim Application; this Court having reviewed the Third Interim Application and the U.S. Trustee Response, and no further response to the Third Interim Application having been filed; and this Court having found that it has jurisdiction

over this matter pursuant to 11 U.S.C. §§ 157 and 1334 and that this is a core proceeding pursuant to 11 U.S.C. § 157(b)(2),

**IT IS HEREBY ORDERED** that the Third Interim Application is approved and granted.

**IT IS FURTHER ORDERED** that Jones Lang LaSalle Americas, Inc. shall be allowed, on an interim basis, the amount of fees payable and expenses payable as set forth in Schedule A attached hereto.

**IT IS FURTHER ORDERED** that, consistent with the terms of the Order Under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals dated November 4, 2005 (Docket No. 869) and the supplemental orders dated March 8, 2006 (Docket No. 2747, March 28, 2006 (Docket No. 2986), May 5, 2006 (Docket No. 3630), July 12, 2006 (Docket No. 4545), and October 13, 2006 (Docket No. 5310) the Debtors are hereby authorized and directed to pay to Jones Lang LaSalle Americas, Inc. any and all unpaid portions of the fees payable and expenses payable as set forth in Schedule A.

Date: \_\_\_\_\_, 2007

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HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE

**SCHEDULE A(1)**

**CASE NUMBER:** 05-44481 (RDD) (Jointly Administered)

**CASE NAME:** In re DELPHI CORPORATION, *et al.*

**CURRENT FEE PERIOD:**  
**JUNE 1, 2006 TO SEPTEMBER 30, 2006**

Applicant	Date/ Docket No. of Application	Fees Requested (including holdback)	20% Holdback	Fees Unpaid	Fees Payable	Expenses Requested	Expenses Payable
Jones Lang LaSalle Americas, Inc.	November 30, 2006 Docket No. —	\$241,213.58	\$48,242.72			\$12,936.12	\$12,936.12

DATE: \_\_\_\_\_

INITIALS: \_\_\_\_\_ USBJ

**SCHEDULE B**

**CASE NUMBER:** 05-44481 (RDD)

**CASE NAME:** In re DELPHI CORPORATION, *et al.*

**SUMMARY: ALL FEE PERIODS  
(INCLUDING THIS PERIOD)**

Applicant	Application Period / Docket No.	Total Fees Requested <sup>1</sup>	Total Fees Payable <sup>2</sup>	Total Fees Awarded	Total Expenses Requested	Total Expenses Payable	Total Expenses Awarded
Jones Lang LaSalle Americas, Inc.	First Interim Fee Period (11/3/05 – 1/31/06) Docket No. 3527	\$180,103.84	\$162,093.46		\$4,208.73		
Jones Lang LaSalle Americas, Inc.	Second Interim Fee Period (2/1/06 – 5/31/06) Docket No. 4786	\$226,598.36	\$203,938.02		\$11,066.58	\$7,081.17	
Jones Lang LaSalle Americas, Inc.	Third Interim Fee Period (6/1/06 – 9/30/06) Docket No. ____	\$241,213.58			\$12,936.12	\$12,936.12	

<sup>1</sup> Includes fees previously requested but not awarded (held-back fees).

<sup>2</sup> Fees held back are treated as not having been awarded.

DATE: \_\_\_\_\_

INITIALS: \_\_\_\_\_ USBJ